

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

**FEE APPLICATION COVER SHEET FOR THE  
PERIOD FEBRUARY 1, 2022 THROUGH MARCH 31, 2022**

Debtor: LTL Management LLC

Applicant: Orrick, Herrington & Sutcliffe  
LLP

Case No.: 21-30589-MBK

Client: LTL Management LLC

Chapter: 11

Case Filed: October 14, 2021 (the "Petition  
Date")

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**SECTION 1  
FEE SUMMARY**

☒ Monthly Fee Application No. 2                      or                      ☐ Final Fee Application

Summary of Amounts Requested for the Period from February 1, 2022 through March 31, 2022  
(the "Second Statement Period").

Total Fees:	\$235,339.50 <sup>1</sup>
Total Disbursements:	\$0.00
Total Fees Plus Disbursements:	\$235,339.50
Minus 20% Holdback of Fees:	\$47,067.90
Amount Sought at this Time:	\$188,271.60

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fees Requested:	<u>\$757,879.00</u>	<u>\$25,848.83</u>
Total Fees Allowed to Date:	<u>\$0.00</u>	<u>\$0.00</u>
Total Retainer (If Applicable):	<u>\$0.00</u>	<u>\$0.00</u>
Total Holdback (If Applicable):	<u>\$151,575.80</u>	<u>\$0.00</u>
Total Received by Applicant:	<u>\$0.00</u>	<u>\$0.00</u>

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<sup>1</sup> The total amount of fees and expenses incurred by Orrick during the Second Statement Period for matters in which it is solely representing the Debtor (invoice numbers 2017497 and 2017498) or is representing the Debtor jointly with Johnson & Johnson ("J&J") (invoice numbers 2017503LTL and 2017504LTL accounting for the portion allocated to the Debtor) is \$235,339.50. Of this amount, as set forth in this fee statement, Orrick is seeking payment in the amount of \$188,271.60 in fees from the Debtor. Orrick's fees for matters in which it is solely representing J&J are not reflected in this consolidated monthly fee statement.

<b>Invoice No. (for services rendered on behalf of the Debtor)</b>	<b>Date Services Rendered</b>	<b>Fees (\$)</b>	<b>Expenses (\$)</b>	<b>Fees and Expenses (\$)</b>	<b>20% Holdback (\$)</b>	<b>Amount Sought at this Time (\$)</b>
2017497	February 1, 2022 - February 28, 2022	24,313.50	-	24,313.50	(4,862.70)	19,450.80
2017498	March 1, 2022 - March 31, 2022	16,758.60	-	16,758.60	(3,351.72)	13,406.88
<b>Total</b>		<b>\$41,072.10</b>		<b>\$41,072.10</b>	<b>(8,214.42)</b>	<b>\$32,857.68</b>

<b>Invoice No. (for services rendered on behalf of the Debtor and J&amp;J)</b>	<b>Date Services Rendered</b>	<b>Fees (\$)</b>	<b>Expenses (\$)</b>	<b>Fees and Expenses (\$)</b>	<b>20% Holdback (\$)</b>	<b>Amount Sought at this Time (\$)</b>
2017503LTL	February 1, 2022 - February 28, 2022	61,031.35	-	61,031.35	(12,206.27)	48,825.08
2017504LTL	March 1, 2022 - March 31, 2022	133,236.05	-	133,236.05	(26,647.21)	106,588.84
<b>Total</b>		<b>\$194,267.40</b>		<b>\$194,267.40</b>	<b>(38,853.48)</b>	<b>\$155,413.92</b>

<b>Grand Total</b>		<b>\$235,339.50</b>	<b>\$0.00</b>	<b>\$235,339.50</b>	<b>(47,067.90)</b>	<b>\$188,271.60</b>
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**COMPENSATION BY: PROFESSIONAL FEBRUARY 14, 2022  
THROUGH MARCH 31, 2022**

The attorneys who rendered professional services in these chapter 11 case during the Second Statement Period are:

**Invoice 2017497 and 2017498 (for services rendered on behalf of the Debtor):**

<b>Name of Professional: Partners</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Rate</b>	<b>Total Hours Billed</b>	<b>Total Fees</b>
Loeb, Robert	1987	Supreme Court and Appellate	\$919.00	0.60	\$551.40
Simpson, Lisa T.	1994	Intellectual Property	\$897.00	10.30	\$9,239.10
<b>Grand Total</b>				<b>10.90</b>	<b>\$9,790.50</b>

<b>Name of Professional: Associates</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Rate</b>	<b>Total Hours Billed</b>	<b>Total Fees</b>
Weber, Lauren A.	2017	Supreme Court and Appellate	\$604.00	2.40	\$1,449.60
Yiu, Vincent Chanhong	2015	Restructuring	\$678.00	44.00	\$29,832.00
<b>Grand Total</b>				<b>46.40</b>	<b>\$31,281.60</b>

<b>Professionals</b>	<b>Blended Rate</b>	<b>Total Hours Billed</b>	<b>Total Fees</b>
Partner	\$898.21	10.90	\$9,790.50
Associate	\$674.17	46.40	\$31,281.60
<b>Grand Total</b>	<b>\$716.79</b>	<b>57.30</b>	<b>\$41,072.10</b>

**Invoice 2017503LTL and 2017504LTL (for services rendered on behalf of the Debtor and J&J):**

<b>Name of Professional: Partners</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Rate</b>	<b>Total Hours Billed</b>	<b>Total Fees</b>
Loeb, Robert	1987	Supreme Court and Appellate	\$919.00	63.60	\$58,448.40
Scotten, Naomi J.	2011	Supreme Court and Appellate	\$807.00	1.90	\$1,533.30

Simpson, Lisa T.	1994	Intellectual Property	\$897.00	1.30	\$1,166.10
<b>Grand Total</b>				<b>66.80</b>	<b>\$61,147.80</b>

Name of Professional: Associates	Year Admitted	Department	Hourly Rate	Total Hours Billed	Total Fees
Bhatti, Upnit K.	2015	Supreme Court and Appellate	\$651.00	90.80	\$59,110.80
Carter-Oberstone, Max	2014	Supreme Court and Appellate	\$672.00	79.40	\$53,356.80
Hennessee, Zachary	2018	Supreme Court and Appellate	\$604.00	1.60	\$966.40
Meyer, Paul David	2014	Supreme Court and Appellate	\$672.00	146.60	\$98,515.20
Quilici, Jeff	2012	Supreme Court and Appellate	\$722.00	15.90	\$11,479.80
Savin, Anne	2001	Supreme Court and Appellate	\$606.00	1.10	\$666.60
Shaw, Geoffrey	2016	Supreme Court and Appellate	\$628.00	153.10	\$96,146.80
<b>Grand Total</b>				<b>488.50</b>	<b>\$320,242.40</b>

Name of Professional: Paralegals	Department	Hourly Rate	Total Hours Billed	Total Fees
Gerrish, Amy S.	Supreme Court and Appellate	\$325.00	0.80	\$260.00
Kunkler, Patrick	Litigation General	\$324.00	1.80	\$583.20
Okano, Youske	Litigation General	\$305.00	9.40	\$2,867.00
Walker, Elizabeth Y.	Litigation General	\$324.00	10.60	\$3,434.40
<b>Grand Total</b>			<b>22.60</b>	<b>\$7,144.60</b>

Professionals	Blended Rate	Total Hours Billed	Total Fees
Partner	\$915.39	66.80	\$61,147.80
Associate	\$655.56	488.50	\$320,242.40
Paralegal	\$316.13	22.60	\$7,144.60
<b>Total</b>	<b>\$672.32</b>	<b>577.90</b>	<b>\$388,534.80</b>
Portion Billed to J&J			(\$194,267.40)
<b>Grand Total</b>			<b>\$194,267.40</b>

**SECTION II  
SUMMARY OF SERVICES**

**COMPENSATION BY WORK TASK CODE FOR SERVICES  
RENDERED BY ORRICK, HERRINGTON & SUTCLIFFE LLP  
FOR THE PERIOD FEBRUARY 1, 2022 THROUGH MARCH 31, 2022**

**Invoice 2017497 and 2017498 (for services rendered on behalf of the Debtor):**

<b>DESCRIPTION</b>	<b>HOURS</b>	<b>FEES</b>
Fee/Employment Applications	54.30	\$39,071.10
Other Contested Matters	3.00	\$2,001.00
<b>Total Fees Requested</b>	57.30	\$41,072.10

**Invoice 2017503LTL and 2017504LTL (for services rendered on behalf of the Debtor and  
J&J)**

<b>DESCRIPTION</b>	<b>HOURS</b>	<b>FEES</b>
Other Contested Matters	577.90	\$388,534.80
Portion Billed to J&J		(\$194,267.40)
<b>Total Fees Requested</b>		\$194,267.40

**SECTION III  
SUMMARY OF DISBURSEMENTS**

**DISBURSEMENT SUMMARY BY ORRICK, HERRINGTON & SUTCLIFFE LLP  
FOR THE PERIOD FEBRUARY 1, 2022 THROUGH MARCH 31, 2022**

<b>DISBURSEMENTS</b>	<b>AMOUNT</b>
<b>DISBURSEMENTS TOTALS</b>	<b>\$0.00</b>

**SECTION IV  
CASE HISTORY**

- |                                                                                    |                                                                                                                  |
|------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| (1) Date Case Filed                                                                | October 14, 2021                                                                                                 |
| (2) Chapter Under Which Case Commenced:                                            | Chapter 11                                                                                                       |
| (3) Date of Retention:                                                             | April 6, 2022 <i>nunc pro tunc</i> to October 14, 2021 [Dkt. 1993] (the “ <u>Retention Order</u> ”) <sup>2</sup> |
| (4) Summarize in brief the benefits to the estate and attach supplements as needed | SEE BELOW                                                                                                        |

During the Second Statement Period, Orrick, Herington & Sutcliffe LLP (“Orrick”) provided the following services to the Debtor including, but not limited to, the following:

*Fee/Employment Applications*

- Prepared and filed Debtor’s application to retain Orrick as special appellate counsel.
- Coordinated with the Debtor’s counsel to address questions and issues raised by the U.S. Trustee and the talc committee with respect to Orrick’s retention application.
- Reviewed and analyzed objection to Orrick’s retention application and discussed same with the Debtor’s counsel.

*Other Contested Matters*

- Drafted and filed briefs as required in multiple appeal proceedings.
- Prepared and appeared on behalf of the Debtor at oral argument, meetings, and other proceedings.
- Analyzed various appellate issues, drafted memorandums, and performed associated legal research and record review.

(5) Anticipated distribution to creditors:

(a) Administrative expense	Unknown at this time.
(b) Secured creditors	Unknown at this time.
(c) Priority creditors	Unknown at this time.

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<sup>2</sup> The Retention Order is attached hereto as Exhibit A.



(d) General unsecured creditors	Unknown at this time.
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(6) Final disposition of case and percentage of dividend paid to creditors:

Final dividend percentages are unknown at this time.

I certify under penalty of perjury that the above is true.

Date: May 24, 2022

/s/ Robert Loeb